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AZ CORP COMMISSION
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IN THE MATTER OF THE APPLICATION OF
PALO VERDE UTILITIES COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. SW-03575A-03-0586

IN THE MATTER OF THE APPLICATION OF
SANTA CRUZ WATER COMPANY FOR AN
EXTENSION OF ITS EXISTING CERTIFICATE
OF CONVENIENCE AND NECESSITY.

Docket No. W-03576A-03-0586

**NOTICE OF FILING IN COMPLIANCE WITH
DECISION NO. 67240
(Acquisition Schedule)**

Global Water - Palo Verde Utilities Company and Global Water - Santa Cruz Water
Company, in compliance with Decision No. 67240 submit the attached Acquisition Schedule.

RESPECTFULLY submitted this 15th day of July 2010.

ROSHKA DEWULF & PATTEN, PLC

By

Michael W. Patten

Timothy J. Sabo

One Arizona Center

400 East Van Buren Street, Suite 800

Phoenix, Arizona 85004

Arizona Corporation Commission

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ROSHKA DEWULF, PATTEN, PLC
ONE ARIZONA CENTER
400 EAST VAN BUREN STREET - SUITE 800
PHOENIX, ARIZONA 85004
TELEPHONE NO 602-256-6100
FACSIMILE 602-256-6800

1 Original + 15 copies of the foregoing
2 filed this 15th day of July 2010, with:

3 Docket Control
4 ARIZONA CORPORATION COMMISSION
1200 West Washington
Phoenix, Arizona 85007

5 Copies of the foregoing hand-delivered/mailed
6 this 15th day of July 2010, to:

7 Lyn Farmer, Esq.
8 Assistant Chief Administrative Law Judge
Hearing Division
9 Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

10 Janice Alward, Esq.
11 Chief Counsel, Legal Division
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

13 Steve Olea, Director
14 Utilities Division
Arizona Corporation Commission
1200 West Washington
Phoenix, Arizona 85007

16 Brian Bozzo
17 Manager Compliance Enforcement, Utilities Division
Arizona Corporation Commission
1200 West Washington
18 Phoenix, Arizona 85007

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20 By Rebbie Amaral
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Acquisition Schedule

This Acquisition Schedule shall be prepared pursuant to the Settlement Conditions contained in Arizona Corporation Commission Dockets No. SW-03575A-03-0568 and No. W-03576A-03-0568.

PART 1

Describe below each investment in, or acquisition of, any utility made by Global Water Resources, LLC during the six month period ending on the date this document is executed.

PART 2

As of 31 May 2010, the capital structures of Palo Verde Utilities Company (PVUC) and Santa Cruz Water Company (SCWC) and any other GWR acquired utility are as follows:

	PVUC			SCWC	
	Amount	%		Amount	%
Long-Term Debt*	\$0	0%		\$0	0%
Equity**	\$80,563,860	100%		\$64,633,429	100%
	<u>\$80,563,860</u>	<u>100%</u>		<u>\$64,633,429</u>	<u>100%</u>
	Francisco Grande			Water Utility of Greater Buckeye	
	Amount	%		Amount	%
Long-Term Debt*	\$0	0%		\$152,972	15%
Equity**	\$133,208	100%		\$894,182	85%
	<u>\$133,208</u>	<u>100%</u>		<u>\$1,047,154</u>	<u>100%</u>
	Valencia Water Co			Water Utility of Greater Tonopah	
	Amount	%		Amount	%
Long-Term Debt*	\$3,302,457	58%		\$478,647	16%
Equity**	\$2,428,385	42%		\$2,534,022	84%
	<u>\$5,730,842</u>	<u>100%</u>		<u>\$3,012,669</u>	<u>100%</u>
	Willow Valley Water Co			Water Utility of North Scottsdale	
	Amount	%		Amount	%
Long-Term Debt*	\$210,927	9%		\$0	0%
Equity**	\$2,011,183	91%		(\$81,433)	100%
	<u>\$2,222,110</u>	<u>100%</u>		<u>(\$81,433)</u>	<u>100%</u>
	Hassayampa Utility Co			CP Water Co.	
	Amount	%		Amount	%
Long-Term Debt*	\$0	0%		\$0	0%
Equity**	\$1,473,196	100%		\$374	100%
	<u>\$1,473,196</u>	<u>100%</u>		<u>\$374</u>	<u>100%</u>
	Picacho Cove Water			Picacho Cove Utilities	
	Amount	%		Amount	%
Long-Term Debt*	\$0	0%		\$0	0%
Equity**	\$118,362	100%		\$251,003	100%
	<u>\$118,362</u>	<u>100%</u>		<u>\$251,003</u>	<u>100%</u>
	Balterra Sewer				
	Amount	%			
Long-Term Debt*	\$0	0%			
Equity**	\$1,569,964	100%			
	<u>\$1,569,964</u>	<u>100%</u>			

*Include current portion of Long-term Debt.

**Includes Common Stock, Paid In Capital and Retained Earnings (Deficit).

The undersigned also confirm that at no time during the last six months did the equity ratios (as calculated above) of PVUC and SCWC fall below 40%.

WE THE UNDERSIGNED TREVOR HILL AND LEO COMMANDEUR, DO SAY THAT THE ABOVE INFORMATION HAS BEEN PREPARED UNDER OUR DIRECTION AND WE HAVE CAREFULLY EXAMINED THE SAME, AND DECLARE THE SAME TO BE A COMPLETE AND CORRECT STATEMENT OF BUSINESS AND AFFAIRS OF SAID COMPANIES FOR THE PERIOD COVERED BY THIS REPORT IN RESPECT TO EACH & EVERY MATTER AND THING SET FORTH, TO THE BEST OF OUR KNOWLEDGE, INFORMATION AND BELIEF.

X

13-Jul-10

X

Signature of owner or official/date

Signature of owner or official/date